

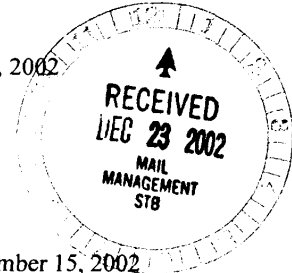
HELM-PACIFIC LEASING
JOINT VENTURE

One Embarcadero Center • San Francisco, CA 94111
415/398-4510 FAX 415/398-4816

VIA OVERNIGHT AIR COURIER

December 9, 2002

Mr. Vernon Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001



RE: Termination of Net Lease Agreement ("Termination") dated as of December 15, 2002
by Helm-Pacific Leasing, a Nebraska general partnership.

Dear Mr. Williams:

On behalf of Helm-Pacific Leasing, I submit for filing and recording, under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder the following document:

Three (3) fully-executed original copies of the above-referenced Termination.

In connection with the recording of the Termination, please note the following information:

Name & Address of Lessor: Helm-Pacific Leasing
One Embarcadero Center, Suite 3700
San Francisco, CA 94111

Name & Address of Lessee: Western Hay Company, Inc.
925 West 24th Street
Ogden, UT 84401

Equipment: Fifty-one (51) gondola railcars within series HPJX 147525-147624, not inclusive, and described in Schedule A to the Termination.

Previous STB Filing: Memorandum of Net Lease Agreement filed on June 27, 2001 at 3:17 PM under Recordation No. **23576**.

Please file the Termination as a supplementary document and return two (2) endorsed originals to my attention. A check for the filing fee of thirty dollars (\$30.00) is enclosed.

Yours truly,

A handwritten signature in cursive script, appearing to read "Mostaghim".

Cecilia Mostaghim
Contract Administrator

Enclosures (3)

RECORDATION NO. 23576-A FILED
DEC 23 '02 2:10 PM
SURFACE TRANSPORTATION BOARD

TERMINATION OF NET LEASE AGREEMENT

THIS TERMINATION OF NET LEASE AGREEMENT ("Termination") is dated as of November 30, 2002 by HELM-PACIFIC LEASING, a Nebraska general partnership ("Lessor").

1. **Recitals.** Lessor entered into the Net Lease Agreement dated as of August 19, 1998 ("Lease") with WESTERN HAY COMPANY, INC., a Utah corporation, with respect to the fifty-one (51) railcars more fully described in Schedule A attached hereto. The Lease is on file at the Surface Transportation Board ("STB") of the Department of Transportation, under STB Recordation No. 23576 filed on June 27, 2001 at 3:17 PM.

The Lease was terminated as of December 15, 2002. The purpose of this Termination is to provide a formal termination document for filing with the STB.

2. **Termination.** The Lease is hereby formally terminated.

IN WITNESS WHEREOF, Lessor, pursuant to due corporate authority, has caused this Termination of Lease to be signed in its corporate name as of the date first above written.

LESSOR

HELM-PACIFIC LEASING

By: Helm Pacific Corporation,
a General Partner

By: John F. Dains
Name: John F. Dains
Title: President

RECORDATION NO. 23576-A FILED

DEC 23 '02

2:10 PM

SURFACE TRANSPORTATION BOARD

CM

STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

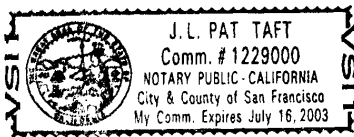
On December 9th, 2002, before me, J. L. Pat Taft, personally appeared John F. Dains, President of
HELM-PACIFIC CORPORATION,

X personally known to me **-OR-**

— proved to me on the basis of satisfactory evidence

to be the person(~~s~~) whose name(~~s~~) is/~~is~~ subscribed to the within instrument and acknowledged to me
that he/~~she~~/they executed the same in his/~~her~~/their authorized capacity(~~ies~~), and that by his/~~her~~/their
signature(~~s~~) on the instrument the person(~~s~~), or the entity upon behalf of which the person(~~s~~) acted,
executed the instrument.

Witness my hand and official seal.




SIGNATURE OF THE NOTARY

[Notarial Seal]

CM

SCHEDULE A

To the Termination of Net Lease Agreement dated December 15, 2002

THE UNITS

Equipment Description:

100-ton, 6,014 c.f.c. woodchip gondola railcars equipped with one (1) 8' wide 9' tall plug door on each side and one (1) end door hinged at the top. Extreme height has been increased by 18" due to the installation by Lessee of a rollover tarp system. Extreme height is 16'- 0 1/8". Railcars are Plate F. Built by Magor in 1970.

Unit Numbers:

- | | |
|-----------------|-----------------|
| 1. HPJX 147525 | 29. HPJX 147574 |
| 2. (Deleted) | 30. HPJX 147576 |
| 3. HPJX 147529 | 31. HPJX 147577 |
| 4. HPJX 147530 | 32. HPJX 147578 |
| 5. HPJX 147531 | 33. HPJX 147579 |
| 6. HPJX 147534 | 34. HPJX 147582 |
| 7. HPJX 147535 | 35. HPJX 147583 |
| 8. HPJX 147537 | 36. HPJX 147584 |
| 9. HPJX 147538 | 37. HPJX 147588 |
| 10. HPJX 147542 | 38. HPJX 147589 |
| 11. HPJX 147543 | 39. HPJX 147590 |
| 12. HPJX 147544 | 40. HPJX 147593 |
| 13. HPJX 147547 | 41. HPJX 147595 |
| 14. HPJX 147448 | 42. HPJX 147597 |
| 15. HPJX 147551 | 43. HPJX 147598 |
| 16. HPJX 147552 | 44. HPJX 147600 |
| 17. HPJX 147554 | 45. HPJX 147603 |
| 18. HPJX 147556 | 46. (Deleted) |
| 19. HPJX 147559 | 47. HPJX 147607 |
| 20. HPJX 147560 | 48. HPJX 147608 |
| 21. HPJX 147562 | 49. HPJX 147613 |
| 22. HPJX 147564 | 50. HPJX 147614 |
| 23. HPJX 147565 | 51. HPJX 147615 |
| 24. HPJX 147566 | 52. HPJX 147619 |
| 25. HPJX 147567 | 53. HPJX 147624 |
| 26. HPJX 147568 | |
| 27. HPJX 147570 | |
| 28. HPJX 147572 | |

CM